

United Parcel Service

January 5, 2005

Mr. Stephen D. Munro
California Energy Commission
1516 Ninth Street, MS-2000
Sacramento, CA 95814-5512

Re: Change of Operator of Luz Solar Partners III - VII

Dear Mr. Munro:

FPL Energy, LLC ("FPL Energy") is requesting approval for the change in operator at the solar electric generating facilities located in San Bernardino County, California commonly known as SEGS III, SEGS IV, SEGS V, SEGS VI, and SEGS VII (the "Facilities"). FPL Energy and Carlyle/Riverstone Global Energy and Power ("Riverstone") are in the process of finalizing the purchase of each of the partnerships: Luz Solar Partners Ltd., III, Luz Solar Partners Ltd., IV, Luz Solar Partners Ltd., V, Luz Solar Partners Ltd., VI, and Luz Solar Partners Ltd., VII. FPL Energy Operating Services, Inc. will be the new operator at the facility.

As you are aware, FPL Energy is the managing partner at the SEGS VIII and SEGS IX facilities at the Harper Lake location, and has expertise in the area of managing and operating solar facilities. FPL Energy Operating Services, Inc. is currently operating the SEGS VIII and SEGS IX facilities, as well as several other plants in California, and has been recognized for its ability to operate facilities in full compliance with the Conditions of Certification.

The total acquisition price of the assets will be shared evenly between FPL Energy and Riverstone. This financial arrangement, in addition to Riverstone's non-utility status, will preserve the QF status of the partnerships being acquired. The closing date for the proposed transaction is January 30, 2005.

I am aware of the Conditions of Certification for the Facilities and I am willing to comply with the compliance of the Conditions of Certification at the Facilities.

We appreciate all your help in this matter. Please do not hesitate to call me at (561) 691-2470, if you have any questions.

I sign this under penalty of perjury.

Sincerely,



James A. Keener
Vice President
Plant Operations & Management
FPL Energy